

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

VIDEOSHARE, LLC,

Plaintiff,

v.

YOUTUBE, LLC,

Defendant.

Case No. 1:12-cv-12012-MLW

JURY TRIAL DEMANDED

**YOUTUBE LLC’S MOTION FOR LEAVE TO AMEND ITS COUNTERCLAIMS
AND JOIN GOOGLE INC. AS A COUNTERCLAIM-PLAINTIFF**

Pursuant to Federal Rule of Civil Procedure 15(d), YouTube, LLC (“YouTube”) respectfully moves for leave to amend its counterclaims against VideoShare, LLC (“Plaintiff”). YouTube submits the accompanying Memorandum in Support of Its Motion, which is herein incorporated-by-reference.

Specifically, YouTube’s amendment seeks a declaratory judgment of non-infringement, invalidity, and unenforceability of U.S. Patent Nos. 8,438,608 and 8,464,302, purportedly assigned to Plaintiff. YouTube also requests leave to join Google Inc. as a Counterclaim-Plaintiff pursuant to Federal Rules of Civil Procedure 13(h) and 20. A copy of YouTube’s proposed First Amended Answer, Defenses, and Counterclaims is attached as Exhibit A to the Memorandum in Support of Its Motion.

WHEREFORE, YouTube respectfully requests that the Court grant leave to file its proposed First Amended Answer, Defenses, and Counterclaims.

REQUEST FOR ORAL ARGUMENT

Pursuant to Local Rule 7.1(d), YouTube respectfully requests oral argument to assist in the Court's determination of this motion.

Dated: July 2, 2013

Respectfully Submitted,

/s/ Cono A. Carrano

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CERTIFICATION PURSUANT TO LOCAL RULE 7.1(A)(2)

I, Cono A. Carrano, hereby certify that I conferred with counsel for the Plaintiff via telephone on July 1, 2013 in an attempt in good faith to resolve or narrow the issue presented in this motion. The Plaintiff did not consent to the filing of the First Amended Answer, Defenses, and Counterclaims.

/s/ Cono A. Carrano
Cono A. Carrano

CERTIFICATE OF SERVICE

I, David Vondle, hereby certify that a true and correct copy of the above document was served upon the attorney of record for each other party via this Court's CM/ECF system on July 2, 2013.

/s/ David Vondle
David Vondle